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TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 321.
FILED, JUNE 2nd. 1966.

J. S. P.

TEXMONT MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1369 dated November 16, 1965.

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company and Canadian Nickel Company Limited (Canico) have entered into a new letter of intent respecting an option granted to Canico on the Company's nickel property in the Townships of Bartlett and Geikie. This new letter of intent supercedes the former letter of intent referred to in the prior filing statement. Provision is also made for the payment of moneys by Canico to the Company in connection with an exploration program to be conducted by the Company. See Schedule "A" attached for further particulars.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	The option covering 100,000 shares of the Company at \$1.60 per share and referred to in item 6 of the Filing Statement was not exercised and same has been terminated.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company plans to carry out an extensive general exploration program utilizing the funds to be provided by Canico and referred to in Schedule "A" attached.
10. Brief statement of company's chief development work during past year.	Since the date of the last filing statement the Company has carried out a magnetometer and electromagnetic survey over part of the Van Hise Township claims followed by two holes totalling some 1,365 feet but no mineralization of economic significance was encountered. Since the date of the last filing statement the Company has drilled some 28 holes for a total footage of approximately 36,311 feet on its Bartlett and Geikie Township claims. On the Company's Pine Point area mining claims under option line-cutting has been completed and an induced polarization survey is planned within the next month to be followed by diamond drilling if warranted.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The Company staked 32 mining claims in Van Hise Township at a cost of \$1180 which have been grouped with the other mining claims in that Township under option to the Company. The Company understands that its shares are presently in the course of primary distribution to the public. There are no other material facts.

DATED May 27th, 1966

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TEXMONT MINES LIMITED

"E.F. Carr"

By:

"B.N. Apple"

CORPORATE
SEAL

President

Secretary

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

This is Schedule "A" referred to
in the annexed Amending Filing Statement
of Texmont Mines Limited

The letter of intent referred to in the Filing Statement amended hereby has been replaced by a new letter of intent under which Canico may elect at any time up to June 30th, 1967 to bring the Texmont nickel properties into production. If Canico so elects a new company is to be formed to acquire the nickel properties and equity ownership in the new company will be shared equally by Texmont and Canico. Canico will have full direction and control of the new company on whose five man Board Texmont will have two representatives. Texmont's shares will be non-voting while those of Canico will be voting with Canico agreeing to implement the aforementioned arrangements with respect to representatives on the Board of Directors of the new company. Canico will advance all funds required to bring the properties into production and Canico will receive 6% cumulative non-voting non-participating First Preferred Shares of the par value of \$1.00 each in the new company for all monies advanced by it to the new company including the \$60,000 heretofore paid by Canico to Texmont on account of diamond drilling carried out on the nickel properties. Texmont will also receive First Preferred Shares for all monies expended by it on the properties. The First Preferred Shares will be retired pro-rata following which the new company will distribute its profits by way of dividends to Texmont and Canico.

Canico will receive a first right of refusal on all ores or concentrates produced from the nickel properties. If Canico does not elect to bring the nickel properties into production it will have a 15% interest in the properties with the other 85% being owned by Texmont, the entire 100% interest being subject to the interest of Jarvis Kellogg referred to in the Filing Statement.

Canico is to pay \$450,000 to Texmont in three annual instalments of \$150,000 each which Texmont may use as it deems fit in carrying out general explorational undertakings. Canico is to receive a 10% interest in any properties or interests in properties now held or acquired by Texmont during a period of three (3) years or until the said sum of \$450,000 has been expended and a first right of refusal of any of Texmont's now held or acquired properties during the three (3) year exploration period or any extension thereof.

Until June 30th, 1967 Canico shall have exclusive possession of Texmont's nickel properties and the right to carry out pre-production development and explorational work as Canico in its sole and absolute discretion deems appropriate, the same to include, without limiting the generality of such terms, the carrying out of geophysical surveys, diamond drilling, shaft de-watering, underground sampling, underground development work and the right to remove material for assaying and metallurgical test work.

FINANCIAL STATEMENT

TEXMONT MINES LIMITED

Statement of Source and Application of Funds

For the Period October 31, 1965 to April 30, 1966

Source of Funds:

Sale of Capital Stock:

200,000 shares at \$1.35	<u>\$270,000.00</u>
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Application of Funds:

Bartlett and Geikie Townships Exploration
and Development Expenses:

Diamond Drilling	\$120,089.62
Salaries and Wages	15,735.92
Geophysical Surveys	11,331.30
Road Costs	2,339.00
Assays	5,250.50
Engineering, Camp Supplies and Expenses	1,947.46
Mining Licenses and Taxes	528.84
Travel	1,409.70
	\$158,632.34

Van Hise Township Exploration:

Diamond Drilling	\$ 7,078.00
Salaries, Engineering and Supplies	4,282.22
	\$ 11,360.22

Pine Point, Northwest Territories Exploration: 2,787.21

Sundry Exploration: 2,943.66

General and Administrative Expenses:

Management and Office Salaries	\$ 7,775.00
Legal and Audit Fees	3,097.50
Shareholders' Information	5,112.49
Transfer Fees	1,819.35
Listing Fees and Expenses	797.18
Canada Pension Plan Expense	428.09
Office Rent, Telephone, Office Expenses	3,717.30
	\$ 22,746.91
Less Interest Earned	16,213.53
	\$ 6,533.38

Option Payments on 39 claims, Pine Point area 13,650.00

Option Payment on 18 claims, Van Hise Township 1,000.00

Cost of staking 31 claims, Van Hise Township 1,179.78

\$198,086.59

Excess of funds provided over funds expended representing
an increase in working capital of \$ 71,913.41

Working Capital, April 30, 1966 \$984,515.48
Working Capital, October 31, 1965 912,602.07

Increase \$ 71,913.41

CERTIFIED CORRECT:

..... Director

..... Director

TEXMONT MINES LIMITED

Supplement to Statement of Source and Application of Funds

for the period October 31, 1965 to April 30, 1966

In addition to the items reflected in the Statement of
Source and Application of Funds, Canadian Nickel Company

Limited also paid the sum of \$60,000 directly to
diamond drilling Contractors in settlement of their
accounts, rendered for diamond drilling carried out
over and above the cost of diamond drilling reflected
in the Statement of Source and Application of Funds.

CERTIFIED CORRECT:

..... Director

..... Director

